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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,

Debtors.

Chapter 11

Case No. 15-\_\_\_\_\_ (\_\_\_\_)

(Joint Administration Requested)

**MOTION OF DEBTORS AND DEBTORS IN POSSESSION,  
PURSUANT TO SECTIONS 342 AND 521(a) OF THE BANKRUPTCY  
CODE, BANKRUPTCY RULES 1007(a), 2002(a) AND 2002(f)  
AND LOCAL BANKRUPTCY RULES 1007-1 AND 2002-1, FOR  
AN ORDER (A) WAIVING THE REQUIREMENT THAT EACH DEBTOR  
SUBMIT A FORMATTED MAILING MATRIX, (B) APPROVING THE  
FORM AND MANNER OF NOTICE OF THE COMMENCEMENT  
OF THE DEBTORS' CHAPTER 11 CASES AND (C) AUTHORIZING  
THE FILING OF A CONSOLIDATED LIST OF TOP 50 UNSECURED CREDITORS**

Alpha Natural Resources, Inc. ("ANR") and certain of its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), respectfully represent as follows:

**Background**

1. On the date hereof (the "Petition Date"), the Debtors commenced their reorganization cases by filing voluntary petitions for relief under chapter 11 of title 11 of the

United States Code (the "Bankruptcy Code"). By a motion filed on the Petition Date, the Debtors have requested that their chapter 11 cases be consolidated for procedural purposes only and administered jointly. The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. A comprehensive description of the Debtors' businesses and operations, capital structure and the events leading to the commencement of these chapter 11 cases can be found in the declarations of (a) Kevin S. Crutchfield, Chief Executive Officer and Chairman of the Board of Directors of ANR, and (b) Philip J. Cavatoni, Executive Vice President and Chief Financial and Strategy Officer of ANR in support of the Debtors' "first day" pleadings (together, the "First Day Declarations"), which were filed contemporaneously herewith and which are incorporated by reference.

### **Jurisdiction**

3. This Court has subject matter jurisdiction to consider this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

### **Relief Requested**

4. Pursuant to sections 342 and 521(a) of the Bankruptcy Code, Rules 2002(a) and (f) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rules 1007-1 and 2002-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Eastern District of Virginia (the "Local Bankruptcy Rules"), the Debtors hereby seek the entry of an order substantially in the form attached hereto as Exhibit B: (a) waiving the requirement that each Debtor submit a formatted mailing matrix, pursuant to section 521(a)(1) of the Bankruptcy Code, Bankruptcy Rule 1007(a)(1) and Local Bankruptcy Rule 1007-1(H)(1)

(together, the "Notice Rules"); (b) approving, pursuant to Local Bankruptcy Rule 2002-1(A), the form and manner of notice (the "Commencement Notice") of the commencement of these chapter 11 cases and of the meeting of creditors to be held pursuant to section 341 of the Bankruptcy Code (the "Section 341 Meeting"), substantially in the form attached hereto as Exhibit A; and (c) authorizing the Debtors to file a single consolidated list of the 50 largest unsecured creditors in these cases in lieu of filing over 100 separate lists of the 20 largest unsecured creditors of each Debtor pursuant to Bankruptcy Rule 1007(d).

**Basis for the Relief Requested**

***Request for Waiver of the Notice Rules***

5. Pursuant to the Notice Rules, a chapter 11 petition must be accompanied by a list of creditors containing the name and address of each entity included or to be included on a debtor's schedules of liabilities (the "Creditor Matrix").<sup>1</sup> Local Bankruptcy Rule 1007-1(H)(1) further states that debtors must submit this list of creditors either on a diskette in a computer readable format specified by the Office of the Clerk of the Court (the "Clerk") or via the Electronic Case Files System. Exhibit 5 to the Local Bankruptcy Rules ("Exhibit 5") specifies the format in which debtors must submit mailing matrices. Pursuant to Local Bankruptcy Rule 1007-1(H)(3), however, the Court may waive the requirement to submit creditor information on a diskette under certain circumstances.

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<sup>1</sup>

Specifically, section 521(a)(1)(A) of the Bankruptcy Code provides that "[the debtor shall file] a list of creditors ...." 11 U.S.C. § 521(a)(1)(A). Bankruptcy Rule 1007(a)(1) implements the requirement of section 521 of the Bankruptcy Code by requiring that a voluntary debtor "shall file with the petition a list containing the name and address of each entity included or to be included on Schedules D, E, F, G, and H as prescribed by the Official Forms."

6. The Debtors comprise a large enterprise with approximately 65,000 creditors identified on the Creditor Matrix. As such, the Debtors were not able to prepare their schedules of liabilities for filing on the Petition Date.<sup>2</sup>

7. The Debtors have contemporaneously filed a motion, pursuant to 28 U.S.C. § 156(c), for an order authorizing the appointment of Kurtzman Carson Consultants, LLC ("KCC") as claims and noticing agent in these chapter 11 cases.<sup>3</sup> The Debtors intend to furnish their Creditor Matrix to KCC so that KCC can undertake the mailing of the Commencement Notice to creditors, pursuant to section 342(a) of the Bankruptcy Code and Bankruptcy Rules 2002(a) and (f).<sup>4</sup> Because KCC will use the Creditor Matrix to furnish those creditors with the Commencement Notice, and because it is contemplated that KCC will handle the major notices to be given to all creditors in these cases, the filing of the Creditor Matrix with this Court pursuant to the Notice Rules serves no practical purpose. Accordingly, the Notice Rules should be waived in these chapter 11 cases.

***Request for Approval of the Form and Manner of the Commencement Notice***

8. Pursuant to Local Bankruptcy Rule 2002-1(A), the Debtors additionally request authority for KCC to serve the Commencement Notice in the form attached hereto as Exhibit A, which is substantially in the form of Official Bankruptcy Form 9 (for chapter 11

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<sup>2</sup> Contemporaneously herewith, the Debtors have filed a motion for a 60-day extension of the time to file, among other things, their schedules of assets and liabilities.

<sup>3</sup> 28 U.S.C. § 156(c) authorizes the use of non-court services for noticing, providing that "[a]ny court may utilize ... services, either on or off the court's premises, which pertain to the provision of notices ... to parties in cases filed under the provisions of title 11 .... The utilization of such ... services shall be subject to such conditions and limitations as the pertinent circuit council may prescribe." 28 U.S.C. § 156(c).

<sup>4</sup> Section 342 of the Bankruptcy Code provides that "[t]here shall be given such notice as is appropriate ... of an order for relief in a case under this title." 11 U.S.C. § 342(a). Bankruptcy Rule 2002(a) provides that "the clerk, or some other person as the court may direct, shall give ... at least 21 days' notice by mail of: (1) the meeting of creditors under § 341 or § 1104(b) of the Code ...." Fed. R. Bankr. P. 2002(a). Bankruptcy Rule 2002(f) provides that "the clerk, or some other person as the court may direct, shall give ... notice by mail of: (1) the order for relief ...." Fed. R. Bankr. P. 2002(f).

cases).<sup>5</sup> The Debtors propose that the Commencement Notice be served by regular mail, postage prepaid, on those entities entitled to receive such notice pursuant to Bankruptcy Rule 2002(a) and Local Bankruptcy Rule 2002-1, and that such service occur no later than five business days after the Debtors receive notice from the U.S. Trustee of the time and place of the Section 341 Meeting. The Debtors hereby request that the Court approve the foregoing as providing sufficient notice of the commencement of these chapter 11 cases and the Section 341 Meeting.

***Request for Authority to File a Single Consolidated List of Creditors***

9. Pursuant to Bankruptcy Rule 1007(d) and Local Bankruptcy Rule 1007-1(G), a chapter 11 debtor must file with its voluntary petition a list setting forth the names, addresses, telephone numbers and claim amounts of those creditors, excluding insiders, holding the 20 largest unsecured claims in the debtor's case (a "Top 20 List"). This Top 20 List primarily is used by the U.S. Trustee to evaluate the types and amounts of unsecured claims against the debtor and, thus, identify potential candidates to serve on any official committee of unsecured creditors (the "Creditors' Committee") appointed in the chapter 11 case under section 1102 of the Bankruptcy Code. See In re Dandy Doughboy Donuts, Inc., 66 B.R. 457, 458 (Bankr. S.D. Fla. 1986) (stating that the purpose of the list is to facilitate the appointment of an unsecured creditors committee); 9 Collier on Bankruptcy ¶ 1007.04 (Alan N. Resnick & Henry J. Sommer eds., 16th ed.) (stating "the list enables the United States Trustee to determine the different types of claims existing in order to assure that a fully representative committee is appointed").

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<sup>5</sup> No bar date for the filing of proofs of claim in these cases has been established. Accordingly, the Commencement Notice will not include a notice of the bar date. The Debtors will seek Court approval of a notice of bar date at an appropriate juncture in these chapter 11 cases.

10. Given the affiliated nature of the Debtors and the fact that they share a number of creditors in common, the Debtors believe that filing a list of their creditors holding the 50 largest unsecured claims on a consolidated basis (the "Consolidated Top 50 List") would facilitate the U.S. Trustee's review of creditors' claims and its appointment of a single Creditors' Committee in these cases. Under these circumstances, the exercise of satisfying the literal requirements of Bankruptcy Rule 1007(d) and Local Bankruptcy Rule 1007-1(G) would serve only to frustrate its intended purpose.

11. Considering the inconvenience to the U.S. Trustee by the Debtors' filing of over 100 separate but generally similar Top 20 Lists, and the absence of any corresponding benefit, the Debtors request authority to file the Consolidated Top 50 List in lieu of filing separate Top 20 Lists for each Debtor. The Debtors believe that such relief is appropriate under the circumstances for the efficient and orderly administration of these cases.

12. Relief similar to that requested in this Motion has been granted in chapter 11 cases in this District and elsewhere. See, e.g., In re Health Diagnostic Lab., Inc., No. 15-32919 (KRH) (Bankr. E.D. Va. June 9, 2015) (Docket No. 37) (authorizing the debtors to file a consolidated list of top 30 creditors); In re Patriot Coal Corp., No. 15-32450 (KLP) (Bankr. E.D. Va. May 14, 2015) (Docket No. 85) (same); In re James River Coal Co., No. 14-31848 (KRH) (Bankr. E.D. Va. Apr. 9, 2014) (Docket No. 57) (same); In re AMF Bowling Worldwide, Inc., No. 12-36495 (KRH) (Bankr. E.D. Va. Nov. 14, 2012) (Docket No. 62) (same); In re Movie Gallery, Inc., No. 10-30696 (DOT) (Bankr. E.D. Va. Feb. 8, 2010) (Docket No. 116) (same); In re Workflow Mgmt., Inc., No. 10-74617 (SCS) (Bankr. E.D. Va. Oct. 8, 2010) (Docket No. 102) (same); In re Circuit City Stores Inc.,

No. 08-35653 (KRH) (Bankr. E.D. Va. Nov. 12, 2008) (authorizing a consolidated list of top 50 creditors).<sup>6</sup>

**Waiver of Separate Memorandum of Points and Authorities**

13. The Debtors respectfully request that the Court regard any argument and citations set forth herein as a written memorandum of facts, reasons and authorities that has been combined with the relief requested herein, as permitted by Local Bankruptcy Rule 9013-1(G)(1). Alternatively, the Debtors respectfully request that the Court waive any requirement set forth in Local Bankruptcy Rule 9013-1(G)(1) that this Motion be accompanied by such a written memorandum.

**Notice**

14. Notice of this Motion has been given to: (a) the Office of the United States Trustee for the Eastern District of Virginia; (b) Davis Polk & Wardwell LLP and McGuireWoods LLP, as co-counsel to Citibank, N.A., as administrative and collateral agent under the Debtors' proposed postpetition secured credit facility, and Citicorp North America, Inc., as administrative and collateral agent under the Debtors' prepetition secured credit facility; (c) Kirkland & Ellis LLP, as counsel to the Second Lien Noteholder Group; (d) the indenture trustees for the Debtors' secured and unsecured notes (and counsel, where known); (e) counsel to General Electric Credit Corporation, as administrative agent under the Debtors' prepetition secured accounts receivable facility; (f) the creditors holding the 50 largest unsecured claims against the Debtors' estates on a consolidated basis; (g) the United Mine Workers of America; and (h) any party that has requested notice pursuant to Bankruptcy Rule 2002 as of the time of

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<sup>6</sup> The unreported orders listed in the text above are not attached to this Motion. Copies of these orders will be made available to the Court and other parties upon request made to counsel to the Debtors.

service. In light of the nature of the relief requested, the Debtors submit that no further notice is necessary.

**No Prior Request**

15. No prior request for the relief sought in this Motion has been made to this or any other Court in connection with these chapter 11 cases.

WHEREFORE, the Debtors respectfully request that the Court: (i) enter an order substantially in the form attached hereto as Exhibit B, granting the relief requested herein; and (ii) grant such other and further relief to the Debtors as the Court may deem proper.

Dated: August 3, 2015  
Richmond, Virginia

Respectfully submitted,

/s/ Henry P. (Toby) Long, III  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)  
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Telephone: (216) 586-3939  
Facsimile: (216) 579-0212

PROPOSED ATTORNEYS FOR DEBTORS  
AND DEBTORS IN POSSESSION

**EXHIBIT A**

**Proposed Commencement Notice**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,

Debtors.

Chapter 11

Case No. 15-\_\_\_\_\_ (\_\_\_\_)

(Joint Administration Requested)

**NOTICE OF COMMENCEMENT OF  
CHAPTER 11 CASES AND MEETING OF CREDITORS**

**Commencement of Chapter 11 Cases.** On August 3, 2015, the above captioned debtors and debtors in possession (collectively, the "Debtors"), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division (the "Court"). Each Debtor, its federal tax identification number and its corresponding chapter 11 case number is listed below.

Chapter 11 allows a debtor to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed by the Court. You may be sent a copy of a plan and a disclosure statement telling you about the plan, and you might have the opportunity to vote on the plan. You will be sent notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the Debtors will remain in possession of the Debtors' property and may continue to operate any business.

**Joint Administration of Cases.** Upon a motion by the Debtors, the Court entered an order on August 3, 2015 [Docket No. \_\_\_\_] authorizing joint administration of the above-captioned cases pursuant to Rule 1015 of the Federal Rules of Bankruptcy Procedures (the "Bankruptcy Rules") and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Eastern District of Virginia (the "Local Bankruptcy Rules"), consolidating the cases for procedural purposes only under Case No. 15-[\_\_\_\_\_] and directing that the joint caption of the cases read In re Alpha Natural Resources, Inc., et al.

**Attorneys for Debtors.** The attorneys representing the Debtors are David G. Heiman, Carl E. Black and Thomas A. Wilson, Jones Day, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114, Telephone: (216) 586-3939, Facsimile: (216) 579-0212, and Tyler P. Brown, J.R. Smith, Henry P. (Toby) Long, III and Justin F. Paget, Hunton & Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219, Telephone: (804) 788-8200; Facsimile: (804) 788-8218.

**Meeting of Creditors.** Pursuant to section 341 of the Bankruptcy Code, the Office of the United States Trustee for the Eastern District of Virginia (the "U.S. Trustee") has scheduled a meeting of creditors on \_\_\_\_\_, 2015, at \_\_\_\_\_:\_\_\_\_\_.m. (prevailing Eastern Time), at the Office of the U.S. Trustee, 701 East Broad Street, Suite 4300, Richmond, Virginia 23219. The Debtors' representatives must be present at the meeting to be examined under oath by the U.S. Trustee and by creditors. Creditors are welcome to attend the meeting but are not required to do so. The meeting may be continued and concluded at a later date specified in a notice filed with the Court.

**Creditors Generally May Not Take Certain Actions.** In most instances, the filing of the bankruptcy cases automatically stays certain collection and other actions against the Debtors and the Debtors' property. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the Debtors can request the court to extend or impose a stay. Prohibited actions are listed in section 362(a) of the Bankruptcy Code and common examples include: (a) contacting the Debtors by telephone, mail or otherwise to demand repayment; (b) taking actions to collect money or obtain property from the Debtors; (c) starting or continuing lawsuits against the Debtors; and (d) repossessing the Debtors' property. See 11 U.S.C. § 362(a). If unauthorized actions are taken by a creditor against the Debtors, the Court may penalize that creditor. A creditor who is considering taking action against the Debtors or their property should review, among other things, section 362(a) of the Bankruptcy Code and seek legal advice.

**Notice of Bar Dates for Proofs of Claim.** No bar date has yet been established for the filing of Proofs of Claim. If and when a bar date is established, a separate notice of the bar date (the "Bar Date Notice") will be provided. The Bar Date Notice will contain information regarding the bar dates, a Proof of Claim form and instructions for completing and filing a Proof of Claim form.

**Claims.** A Proof of Claim is a signed statement describing a creditor's claim. If a Proof of Claim form is not included with this Notice, you can obtain one at any United States Bankruptcy Court Clerk of Court's office or online at [www.vaeb.uscourts.gov](http://www.vaeb.uscourts.gov). You may look at the schedules that have been, or will be, filed at the Clerk of Court's office or online at [www.kccllc.net/alpharestructuring](http://www.kccllc.net/alpharestructuring). If your claim is scheduled and is not listed as disputed, contingent or unliquidated, it will be allowed in the amount scheduled unless you filed a Proof of Claim or you are sent further notice about the claim. Whether or not your claim is scheduled, you are permitted to file a Proof of Claim. If your claim is not listed at all or if your claim is listed as disputed, contingent or unliquidated, then you must file Proofs of Claim or you might not be paid any money on your claim and may be unable to vote on a plan. **The Bankruptcy Court has not yet set a deadline to file Proofs of Claim. If a deadline is set, you will be sent another notice.** A secured creditor retains rights in its collateral regardless of whether that creditor files a Proof of Claim. Filing a Proof of Claim may submit the creditor to the jurisdiction of the Bankruptcy Court, with consequences a lawyer can explain. For example, a secured creditor who files a Proof of Claim may surrender important nonmonetary rights, including the right to a jury trial. **Do not include this notice with any filing you make with the Court.**

**Filing Deadline for a Creditor with a Foreign Address.** The deadline for filing claims will be set in a later Court order and will apply to all creditors unless the order provides otherwise.

If notice of the order setting the deadline is sent to a creditor at a foreign address, the creditor may file a motion requesting the Court to extend the deadline. There is no assurance that such a motion would be granted. Consult a lawyer familiar with United States bankruptcy law if you have any questions regarding your rights in these cases.

**Case Management and Administrative Procedures.** On [\_\_\_\_\_] **2015**, the Court entered the [*Order Establishing Certain Notice, Case Management and Administrative Procedures*] [Docket No. \_\_\_\_] (the "Case Management Order"). All parties who desire to participate in these cases must follow the procedures set forth therein. The Case Management Order provides, among other things, that, except as set forth in the procedures approved by the Case Management Order, notice of proceedings in the chapter 11 cases need only be sent via electronic mail to the parties on the established service list. Any party in interest that desires to receive electronic mail notice in the chapter 11 cases and, consequently, be added to the service list, shall file with the Court a notice of appearance and request for service and shall serve such request on Jones Day, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114, Attn: Carl E. Black and Thomas A. Wilson, and Hunton & Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219, Attn.: Tyler P. Brown. All creditors will receive notice of certain proceedings, including, but not limited to, bar dates (unless applicable to a limited population of creditors), the time fixed for filing objections to and any hearing to consider a disclosure statement and/or confirmation of a chapter 11 plan and dismissal or conversion of the chapter 11 cases to another chapter of the Bankruptcy Code. A copy of the procedures approved by the Case Management Order is available from the sources described below.

**Discharge of Debts and Deadline to File a Complaint to Determine Dischargeability of Certain Debts.** Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See section 1141(d) of the Bankruptcy Code. A discharge means that you may never try to collect the debt from the Debtors, except as provided in the plan. If you believe that a debt owed to you is not dischargeable under section 1141(d)(6)(A) of the Bankruptcy Code, you must start a lawsuit by filing a complaint in the Court by [\_\_\_\_\_] **2015**. The Clerk of Court's Office must receive the complaint and any required filing fee by such deadline.

**How to Obtain Documents.** Electronic copies of all pleadings or other documents filed in these cases may be obtained for \$0.10 per page or \$2.40 per document via PACER on the Court's web site at <http://ecf.vaeb.uscourts.gov>. Paper copies of all pleadings or other documents filed in these cases may be obtained by sending a written request to the Debtors' claims and noticing agent Kurtzman Carson Consultants, LLC ("KCC") at Alpha Natural Resources Claims Processing Center, c/o KCC, 2335 Alaska Avenue, El Segundo, CA 90245, or by contacting KCC by telephone at (888) 249-2703 (toll free in the U.S. and Canada) or (310) 751-2602 (for international callers). Additionally, free electronic copies of certain pleadings or other documents filed in these cases will be posted on KCC's web site at <http://www.kccllc.net/alpharestructuring> as soon as possible after filing.

**Court Filings.** Any paper that you file in these bankruptcy cases should be filed at the Clerk of Court's office at the U.S. Bankruptcy Court, Office of the Clerk of Court, 701 East Broad Street,

Suite 4000, Richmond, VA 23219. In addition, these cases have been designated as cases assigned to the electronic case filing system and can be accessed via the Court's web site at <http://www.vaeb.uscourts.gov> or <http://ecf.vaeb.uscourts.gov>.

**Local Bankruptcy Rule Dismissal Warning.** Chapter 11 cases may be dismissed for failure to timely file lists, schedules and statements. See Local Bankruptcy Rule 1007-1.

**Legal Advice.** Neither the Debtors' counsel, KCC nor the staff of the Clerk of Court's Office can give you legal advice. You may wish to consult an attorney to protect your rights.

**List of Debtors.**

Debtor's Name	Debtor's EIN Number	Case Number
Alpha Natural Resources, Inc.	42-1638663	15-[ ]
Alex Energy, Inc.	55-0755384	15-[ ]
Alpha American Coal Company, LLC	54-1947356	15-[ ]
Alpha American Coal Holding, LLC	13-2793319	15-[ ]
Alpha Appalachia Holdings, Inc.	95-0740960	15-[ ]
Alpha Appalachia Services, Inc.	54-1095096	15-[ ]
Alpha Coal Resources Company, LLC	84-1341308	15-[ ]
Alpha Coal Sales Co., LLC	16-1641207	15-[ ]
Alpha Coal West, Inc.	35-1867616	15-[ ]
Alpha European Sales, Inc.	54-1834161	15-[ ]
Alpha India, LLC	27-4593320	15-[ ]
Alpha Land and Reserves, LLC	57-1136960	15-[ ]
Alpha Midwest Holding Company	84-1456626	15-[ ]
Alpha Natural Resources, LLC	56-2298262	15-[ ]
Alpha Natural Resources International, LLC	27-4592266	15-[ ]
Alpha Natural Resources Services, LLC	27-0075099	15-[ ]
Alpha PA Coal Terminal, LLC	26-1102515	15-[ ]
Alpha Shipping and Chartering, LLC	41-2136215	15-[ ]
Alpha Sub Eight, LLC	47-3587689	15-[ ]
Alpha Sub Eleven, Inc.	47-3640130	15-[ ]
Alpha Sub Nine, LLC	47-3601607	15-[ ]
Alpha Sub One, LLC	27-4592410	15-[ ]
Alpha Sub Ten, Inc.	47-3626036	15-[ ]
Alpha Sub Two, LLC	27-4592527	15-[ ]
Alpha Terminal Company, LLC	55-0802473	15-[ ]
Alpha Wyoming Land Company, LLC	35-1661756	15-[ ]
AMFIRE, LLC	51-0430939	15-[ ]
AMFIRE Holdings, LLC	11-3673814	15-[ ]
AMFIRE Mining Company, LLC	11-3673833	15-[ ]
Appalachia Coal Sales Company, Inc.	54-1188775	15-[ ]
Appalachia Holding Company	54-0295165	15-[ ]
Aracoma Coal Company, Inc.	52-1669141	15-[ ]
Axiom Excavating and Grading Services, LLC	20-8109122	15-[ ]
Bandmill Coal Corporation	55-0758310	15-[ ]
Bandytown Coal Company	55-0751776	15-[ ]
Barbara Holdings Inc.	25-1292326	15-[ ]
Barnabus Land Company	55-0728645	15-[ ]
Belfry Coal Corporation	61-0415137	15-[ ]
Big Bear Mining Company	22-2138933	15-[ ]
Black Castle Mining Company, Inc.	52-1891104	15-[ ]
Black King Mine Development Co.	54-1188659	15-[ ]
Black Mountain Cumberland Resources, Inc.	27-2323540	15-[ ]

<b>Debtor's Name</b>	<b>Debtor's EIN Number</b>	<b>Case Number</b>
Boone East Development Co.	55-0717715	15-[ ]
Brooks Run Mining Company, LLC	52-2070922	15-[ ]
Coal Gas Recovery II, LLC	46-2855899	15-[ ]
Pennsylvania Land Resources, LLC	46-2854684	15-[ ]
Brooks Run South Mining, LLC	26-0342580	15-[ ]
Buchanan Energy Company, LLC	54-0983234	15-[ ]
Castle Gate Holding Company	84-1456620	15-[ ]
Clear Fork Coal Company	55-0757300	15-[ ]
Crystal Fuels Company	55-0732366	15-[ ]
Cumberland Coal Resources, LP	84-1521723	15-[ ]
Dehue Coal Company	55-0619956	15-[ ]
Delbarton Mining Company	55-0764304	15-[ ]
Delta Mine Holding Company	91-1897558	15-[ ]
DFDSTE Corp.	84-1199429	15-[ ]
Dickenson-Russell Coal Company, LLC	54-2079085	15-[ ]
Dickenson-Russell Land and Reserves, LLC	20-4278709	15-[ ]
DRIH Corporation	54-1497754	15-[ ]
Duchess Coal Company	54-1725084	15-[ ]
Eagle Energy, Inc.	55-0751738	15-[ ]
Elk Run Coal Company, Inc.	54-1097978	15-[ ]
Emerald Coal Resources, LP	84-1521724	15-[ ]
Enterprise Mining Company, LLC	38-3671602	15-[ ]
Esperanza Coal Co., LLC	06-1652549	15-[ ]
Foundation Mining, LLC	20-3378168	15-[ ]
Foundation PA Coal Company, LLC	84-1521726	15-[ ]
Foundation Royalty Company	84-1456627	15-[ ]
Freeport Mining, LLC	84-1521725	15-[ ]
Freeport Resources Company, LLC	84-1230391	15-[ ]
Goals Coal Company	55-0737462	15-[ ]
Gray Hawk Insurance Company	26-0483222	15-[ ]
Green Valley Coal Company	55-0747007	15-[ ]
Greyeagle Coal Company	55-0771551	15-[ ]
Harlan Reclamation Services LLC	54-1914510	15-[ ]
Herndon Processing Company, LLC	51-0442749	15-[ ]
Highland Mining Company	55-0757301	15-[ ]
Hopkins Creek Coal Company	54-1136806	15-[ ]
Independence Coal Company, Inc.	54-1188773	15-[ ]
Jacks Branch Coal Company	55-0734230	15-[ ]
Jay Creek Holding, LLC	27-4593143	15-[ ]
Kanawha Energy Company	55-0765391	15-[ ]
Kepler Processing Company, LLC	51-0442560	15-[ ]
Kingston Mining, Inc.	31-1562659	15-[ ]
Kingwood Mining Company, LLC	57-1148058	15-[ ]
Knox Creek Coal Corporation	54-1393689	15-[ ]
Lauren Land Company	61-1209098	15-[ ]
Laxare, Inc.	55-0486813	15-[ ]
Litwar Processing Company, LLC	51-0442687	15-[ ]
Logan County Mine Services, Inc.	31-1708085	15-[ ]
Long Fork Coal Company	54-1605009	15-[ ]
Lynn Branch Coal Company, Inc.	54-1537451	15-[ ]
Maple Meadow Mining Company	55-0529664	15-[ ]
Marfork Coal Company, Inc.	55-0723539	15-[ ]
Martin County Coal Corporation	61-0702852	15-[ ]
Maxxim Rebuild Co., LLC	01-0749355	15-[ ]
Maxxim Shared Services, LLC	55-0814342	15-[ ]
Maxxum Carbon Resources, LLC	55-0802477	15-[ ]
McDowell-Wyoming Coal Company, LLC	54-2079104	15-[ ]
Mill Branch Coal Corporation	54-1817506	15-[ ]

<b>Debtor's Name</b>	<b>Debtor's EIN Number</b>	<b>Case Number</b>
New Ridge Mining Company	61-1218677	15-[ ]
New River Energy Corporation	54-1225713	15-[ ]
Neweagle Industries, Inc.	54-1695751	15-[ ]
Nicewonder Contracting, Inc.	20-0388143	15-[ ]
North Fork Coal Corporation	54-1679027	15-[ ]
Omar Mining Company	55-0385010	15-[ ]
Paramont Coal Company Virginia, LLC	56-2298367	15-[ ]
Paynter Branch Mining, Inc.	55-0746860	15-[ ]
Peerless Eagle Coal Co.	55-0451306	15-[ ]
Pennsylvania Land Holdings Company, LLC	84-1452626	15-[ ]
Pennsylvania Land Resources Holding Company, LLC	46-2855640	15-[ ]
Pennsylvania Services Corporation	93-1162601	15-[ ]
Performance Coal Company	55-0736927	15-[ ]
Peter Cave Mining Company	61-1360315	15-[ ]
Pigeon Creek Processing Corporation	54-1900369	15-[ ]
Pilgrim Mining Company, Inc.	61-1246461	15-[ ]
Pioneer Fuel Corporation	55-0545211	15-[ ]
Plateau Mining Corporation	95-3761213	15-[ ]
Power Mountain Coal Company	31-1567082	15-[ ]
Premium Energy, LLC	20-3562770	15-[ ]
Rawl Sales & Processing Co.	55-0476477	15-[ ]
Republic Energy, Inc.	55-0741015	15-[ ]
Resource Development LLC	54-1882316	15-[ ]
Resource Land Company LLC	54-1912100	15-[ ]
River Processing Corporation	84-119433	15-[ ]
Riverside Energy Company, LLC	51-0442691	15-[ ]
Riverton Coal Production Inc.	55-0739658	15-[ ]
Road Fork Development Company, Inc.	54-1293743	15-[ ]
Robinson-Phillips Coal Company	55-0386264	15-[ ]
Rockspring Development, Inc.	31-1241956	15-[ ]
Rostraver Energy Company	25-1418256	15-[ ]
Rum Creek Coal Sales, Inc.	31-1181801	15-[ ]
Russell Fork Coal Company	61-0394431	15-[ ]
Shannon-Pocahontas Coal Corporation	54-1132767	15-[ ]
Shannon-Pocahontas Mining Company	55-0613879	15-[ ]
Sidney Coal Company, Inc.	54-1293752	15-[ ]
Spartan Mining Company	31-1571923	15-[ ]
Stirrat Coal Company	55-0728501	15-[ ]
Sycamore Fuels, Inc.	54-1527013	15-[ ]
T. C. H. Coal Co.	61-0723123	15-[ ]
Tennessee Consolidated Coal Company	62-6029380	15-[ ]
Thunder Mining Company II, Inc.	55-0770782	15-[ ]
Trace Creek Coal Company	25-1418260	15-[ ]
Twin Star Mining, Inc.	31-1265426	15-[ ]
Wabash Mine Holding Company	91-1897559	15-[ ]
Warrick Holding Company	91-1897557	15-[ ]
West Kentucky Energy Company	27-0516756	15-[ ]
White Buck Coal Company	55-0747028	15-[ ]
Williams Mountain Coal Company	55-0729825	15-[ ]
Wyomac Coal Company, Inc.	55-0574144	15-[ ]

Dated: August [\_\_], 2015

Clerk of the United States Bankruptcy Court  
For the Eastern District of Virginia  
701 East Broad Street, Suite 4000  
Richmond, Virginia 23219

**EXHIBIT B**

**Proposed Order**

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Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,

Debtors.

Chapter 11

Case No. 15-\_\_\_\_\_ (\_\_\_\_)

(Joint Administration Requested)

**ORDER, PURSUANT TO SECTIONS 342 AND 521(a) OF THE  
BANKRUPTCY CODE, BANKRUPTCY RULES 1007(a), 2002(a) AND  
2002(f) AND LOCAL BANKRUPTCY RULES 1007-1 AND 2002-1,  
(A) WAIVING THE REQUIREMENT THAT EACH DEBTOR FILE  
A LIST OF CREDITORS, (B) APPROVING THE FORM AND MANNER  
OF NOTICE OF THE COMMENCEMENT OF THE DEBTORS'  
CHAPTER 11 CASES AND (C) AUTHORIZING THE FILING  
OF A CONSOLIDATED LIST OF TOP 50 UNSECURED CREDITORS**

This matter coming before the Court on the Motion of Debtors and Debtors in Possession, Pursuant to Sections 342 and 521(a) of the Bankruptcy Code, Bankruptcy Rules 1007(a), 2002(a) and 2002(f) and Local Bankruptcy Rules 1007-1 and 2002-1, for an Order (A) Waiving the Requirement that Each Debtor Submit a Formatted Mailing Matrix, (B) Approving the Form and Manner of Notice of the Commencement of the Debtors' Chapter 11 Cases and (C) Authorizing the Filing of a Consolidated List of Top 50 Unsecured

Creditors (the "Motion"),<sup>1</sup> filed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors"); the Court having reviewed the Motion and the First Day Declarations and having considered the statements of counsel with respect to the Motion at a hearing before the Court (the "Hearing"); and the Court having found that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334, (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (iii) venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409 and (iv) notice of the Motion and the Hearing was sufficient under the circumstances; and the Court having determined that the legal and factual bases set forth in the Motion and the First Day Declarations and at the Hearing establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The requirement that the Debtors file a Creditor Matrix with the Court on the Petition Date pursuant to the Notice Rules is hereby waived.
3. The Debtors shall furnish KCC with the Creditor Matrix as soon as possible upon the Court's authorization of the Debtors' engagement of KCC as claims and noticing agent in these chapter 11 cases.
4. The form of the Commencement Notice attached to the Motion as Exhibit A is hereby approved.
5. KCC is authorized and directed to serve the Commencement Notice, substantially in the form attached to the Motion as Exhibit A, no later than five business days after the Debtors receive written notice from the U.S. Trustee of the time and place of the Section 341 Meeting. KCC shall serve the Commencement Notice by regular mail, postage

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

prepaid, on those entities entitled to receive the Commencement Notice pursuant to Bankruptcy Rule 2002(a) and Local Bankruptcy Rule 2002-1. Service of the Commencement Notice in accordance with this paragraph is approved in all respects and is deemed sufficient notice to all parties in interest of the commencement of these chapter 11 cases and the Section 341 Meeting under the Bankruptcy Code, the Bankruptcy Rules and the Local Bankruptcy Rules.

6. The Debtors are authorized to file a Consolidated Top 50 List in these chapter 11 cases, in lieu of filing a separate Top 20 List for each of the Debtors' respective cases.

7. The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived to the extent necessary.

8. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

9. This Court shall retain exclusive jurisdiction over any and all matters arising from or related to the implementation or interpretation of this Order.

Dated: \_\_\_\_\_, 2015  
Richmond, Virginia

\_\_\_\_\_  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Respectfully submitted,

/s/ Henry P. (Toby) Long, III  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
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*Proposed Counsel to the Debtors  
and Debtors in Possession*

**CERTIFICATION OF ENDORSEMENT  
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Henry P. (Toby) Long, III